

Southern Railway System

Law Department

P.O. Box 1808

Washington, D.C. 20013

(202) 383-4000

My Direct Line Is: (202)383-4417

April 8, 1982
59080, 57915

6057-H
RECORDATION NO. Filed 1425

Mrs. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

APR 8 1982 - 4 25 PM

INTERSTATE COMMERCE COMMISSION

Dear Mrs. Mergenovich:

I enclose six original counterparts of the document described in paragraph (1) hereof for recordation pursuant to Section 11303 of Title 49 of the U.S. Code and return, together with an original counterpart thereof for retention by the Commission.

In accordance with 49 CFR Part 1116, covering the recordation of documents, I advise you as follows:

- (1) The enclosed document is a Supplemental Agreement and Assignment dated as of March 1, 1982 between Morgan Guaranty Trust Company of New York, 23 Wall Street, New York, New York 10015, Trustee-Lessor, Southern Railway Company, P.O. Box 1808, Washington, D.C. 20013, Lessee, and The Alabama Great Southern Railroad Company, P.O. Box 1808, Washington, D.C. 20013, Assignee, and is a "secondary document" under 49 CFR §1116.1.
- (2) The "primary document" to which the enclosed secondary document is connected is an Equipment Trust Agreement between the Trustee-Lessor and the Lessee, dated as of March 15, 1971, constituting Southern Railway Equipment Trust No. 2 of 1971, which was filed and recorded in your office on February 23, 1971 at 1:45 P.M. and assigned recordation No. 6057.
- (3) We request that the enclosed document be cross-indexed.
- (4) The enclosed document was executed for the purpose of subjecting to the Equipment Trust Agreement certain new Equipment, being:

2 new 100-ton 3,600 cu. ft. capacity Open Top Hopper Cars bearing Lessee's road numbers 360375 and 360526, AAR designation HT;

and for the purpose of assigning to the Assignee a portion of the right, title and interest of the Lessee in and to the Equipment Trust Agreement, as amended, and a portion of the new Equipment by this document subjected to the Equipment Trust Agreement, namely Car No. 360526.

Each unit of Equipment will be marked in letters not less than one-half inch in height with the words:

SOUTHERN RAILWAY EQUIPMENT TRUST NO. 2 OF 1971; MORGAN GUARANTY TRUST COMPANY OF NEW YORK, TRUSTEE, OWNER, LESSOR.

- (5) The names and addresses of the parties to the enclosed document are shown in paragraph (1) hereof.
- (6) After recordation, the six original counterparts of the enclosed document not required by the Commission for recordation should be returned to David R. Willson, Esq., General Attorney, Southern Railway Company, P.O. Box 1808, Washington, D.C. 20013.
- (7) The recordation fee of \$10 is enclosed.
- (8) A short summary of the enclosed document for index use follows:

This is a Supplemental Agreement and Assignment dated as of March 1, 1982 among Morgan Guaranty Trust Company of New York, Trustee-Lessor, Southern Railway Company, Lessee, and The Alabama Great Southern R.R., Assignee, subjecting additional equipment [2. 100-ton 3,600 cu. ft. capacity Open Top Hopper Cars, ## 360375 and 360526] to an Equipment Trust Agreement bearing recordation No. 6057. In addition, this document assigned to the Assignee certain of Lessee's rights in a portion of the additional equipment, being # 360526.

Please acknowledge receipt on enclosed copy of this letter.

Very truly yours,


David R. Willson
General Attorney

Encl.

MAY 27 1971 - 9 20 AM

SEABOARD COAST LINE RAILROAD EQUIPMENT TRUST, NO. 5

Statement of New Road Number

Pursuant to Section 4.6 of that certain Equipment Trust Agreement dated as of March 1, 1971, between Mercantile-Safe Deposit and Trust Company, as Trustee, and Seaboard Coast Line Railroad Company, a new road number is hereby substituted for the road number upon the Trust Equipment indicated as follows:

	<u>Trust Equipment</u>	<u>Old Road Number</u>	<u>New Road Number</u>
1	3600 HP, U-36-B General Electric Locomotive	1813	1776

Such new number shall become effective as of the date on which it is physically affixed to or stencilled on the Trust Equipment, with renumbering being commenced and progressed as soon as practicable.

SEABOARD COAST LINE RAILROAD
COMPANY

By Leonard G. Anderson
Leonard G. Anderson, Treasurer

[Seal]

Attest:

J. L. Williams
J. L. Williams, Assistant Secretary

Mercantile-Safe Deposit and Trust Company, as Trustee under the afore-said Equipment Trust Agreement, hereby consents to the new road number to be substituted for the road number of the Trust Equipment as set forth in the foregoing statement and acknowledges the filing thereof with it.

MERCANTILE-SAFE DEPOSIT AND
TRUST COMPANY

By E. H. Schuyler
Assistant Vice President
ASST. CORPORATE TRUST OFFICER

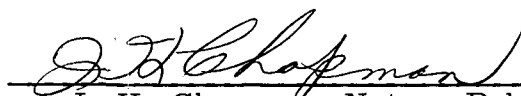
[Seal]

Attest:

E. H. Schuyler
Authorized Officer

STATE OF VIRGINIA)
) ss.
CITY OF RICHMOND)

On this 11th day of May, 1971, before me personally appeared Leonard G. Anderson, to me personally known, who being by me duly sworn, says that he is Treasurer of Seaboard Coast Line Railroad Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

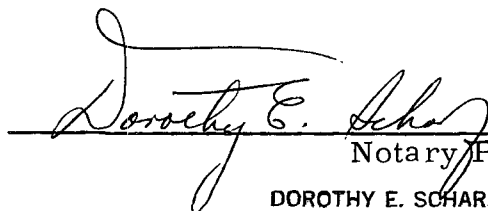

J. H. Chapman, Notary Public

My commission expires July 12, 1974.

[Notarial Seal]

STATE OF MARYLAND)
) ss.
CITY OF BALTIMORE)

~~C. A. Dwyer~~ On this 18th day of May, 1971, before me personally appeared ~~G. M. Webb~~, to me personally known, who being by me duly sworn, says that ~~he is an Assistant Vice President of Mercantile-Safe Deposit and Trust Company~~, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and ~~he~~ acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public

DOROTHY E. SCHARF
NOTARY PUBLIC

My Commission Expires July 1, 1974

My commission expires 7-1-74

[Notarial Seal]